

STATE OF TENNESSEE

DEPARTMENT OF FINANCIAL INSTITUTIONS
COMPLIANCE DIVISION
SUITE 400, NASHVILLE CITY CENTER
511 UNION STREET
NASHVILLE, TENNESSEE 37219
615/741-3186

APPLICATION FOR RENEWAL OF TITLE PLEDGE LENDER LICENSE

Application is hereby made to renew the license(s) granted pursuant to Chapter 440, Public Acts of 2005, to transact business as a Title Pledge Lender.

. Mailing Address and Telephone Number(s) of Home Office: Person responsible for matters relating to this renewal application		
	у при	
Name and Title		
Company		
	•	
Street		
City, State, Zip Code		
()		
Telephone Number		
	NOTE CHANGES BELOW	
Name and Title		
Company		
Street		
City, State, Zip Code		
, , , , ,		
() Telephone Number	()	
i dichilone maniber	Fax Number	

A CURETY POUR OF A THOUSE OF A
e-mail address
10. By providing your e-mail address, the Department can send you information quicker and nore efficiently.
Does the licensee have any contingent liabilities as endorser, guarantor or otherwise? Yes No If yes, please provide details on a separate sheet. Include all pending litigation and note any potential settlement amounts that could significantly affect the licensee's financial position.
3. Is the licensee currently licensed and/or operating as a deferred presentment services business n another state? Yes No If yes, please identify the state(s) on a separate sheet.
7. Has the licensee, or any partner, L.L.C. member, director, corporate officer, five percent (5%) or more shareholder been indicted or convicted of a felony in Tennessee or elsewhere? Yes No If yes, please provide details on a separate sheet.
6. Has the licensee ever been subject to any federal or state administrative investigation or order, or is any federal or state administrative investigation or order pending? YesNo figes, please detail on a separate sheet.
5. Has the licensee or any partner, L.L.C. member, director, corporate officer, five percent (5%) or more shareholder been associated with a business whose authority to transact business was denied, revoked or suspended by a state or federal regulatory or law enforcement entity during the past year? Yes No If yes, please detail on a separate sheet.
4. Has the licensee filed for bankruptcy or reorganization within the last year? Yes No If yes, provide details on a separate sheet.
 Has the licensee's business structure or ownership changed during the past year? Yes No If Yes, detail the changes on a separate sheet.
2. Provide a current list including the name, social security number, residence and business address, residence and business phone numbers and title of each owner, partner, L.L.C. member, director, corporate officer, five percent (5%) or more shareholder of the licensee.
riease answer all questions on this page. If necessary, provide details on a separate sheet.

11. SURETY BOND OR LETTER OF CREDIT

Provide a one (1) year surety bond or irrevocable letter of credit for terms of not less than three (3) years in the amount of \$25,000 for each location not to exceed \$200,000 pursuant to Tennessee Code Annotated § 45-15-106 Section 5(d)(3).

CONTINUED ON NEXT PAGE

12. NOTARIZATION	··· .	
Name of Officer	a duly authorized	officer of
Name of Applicant	certify under the p	enalties of perjury that all statements above, o
attached hereto, are true to the be	est of my knowledge ar	nd belief.
		Signature of Applicant Officer
State of		
County of		•
The following individual personally	appeared before me:	
who, being duly sworn according to application are true and correct.	o law, deposes and sa	ys that the statements contained in the above
Sworn and subscribed before me t	thisday of	·
		Notary Public

THIS RENEWAL APPLICATION MUST BE ACCOMPANIED BY A RENEWAL FEE OF \$700 FOR EACH LICENSE. MAKE THE CHECK PAYABLE TO THE TENNESSEE DEPARTMENT OF FINANCIAL INSTITUTIONS. EACH BUSINESS LOCATION IS PRESENTED ON THE FOLLOWING PAGE(S). PLEASE REVIEW THE INFORMATION AND, IF APPLICABLE, MAKE ANY CORRECTIONS IN THE SPACE PROVIDED.

NOTARY SEAL

License Number:		
Name of Licensee:	Full exact name of business for which application is made	-
	Legal name of business, if different from above (Please end which authorizes the change of name or use of trade name	close documentation)
	Street Address	
	Mailing Address	
	City, State, Zip Code	
	Manager	
	() Telephone Number	
	NOTE CHANGES BELOW	
	Full exact name of business for which application is made.	
	Legal name of business, if different from above (Please enc which authorizes the change of name or use of trade name)	lose documentation
	Street Address	
	Mailing Address	
	City, State, Zip Code	
ı	Manager	
-	() Telephone Number Fax Number	

FINANCIAL REPORT

FOR THE PERIOD FROM NOVEMBER 1, 2005 TO JUNE 30, 2006 LICENSEES ENGAGED IN THE BUSINESS OF TITLE PLEDGE LENDING IN THE STATE OF TENNESSEE

THIS REPORT MUST CONTAIN INFORMATION EXCLUSIVELY RELATED TO THE TITLE PLEDGE BUSINESS READ THE INSTRUCTIONS CAREFULLY BEFORE COMPLETING THIS REPORT

This form must be completed for each licensed office, unless a company or affiliate operates more than one licensed title pledge office in this state, in which case this report should be filed on a composite basis.

REPORTING ENTITY

1.	Name of Licensee		L	icensee Number:
2.	Provide the address of all places of conducted at each location.	business operated by the	licensee and describe	the nature of the business
3.	Business Type:			
	a) Corporation b) e) Other:	Sole Proprietorship c)_	Partnership	d) Limited Liability Compan
4.	Is the licensee or its parent corpora	tion a publicly traded comp	oany Yes _	No
	If yes, the name of the company pu	blicly traded	•	

SCHEDULE A

STATEMENT OF INCOME AND EXPENSES

FOR THE PERIOD FROM NOVEMBER 1, 2005 TO JUNE 30, 2006

INCOME

1.	Title Pledge Fees and Interest Collected and/or Earned		
2.	Automobile Club Membership Fees Collected and/or Earned		
3.	Repossession Charges Collected and/or Earned	·	
4.	Sub Total (Items 1 through 3)		
5.	Other Business Income		
6.	Total Operating Income (Items 4 plus	Item 5)	-
	EXPENSES		
7.	Advertising		
8.	Auditing	-	
9.	Bad Debts (a) Charge-Offs (b) Deduct: Collections on Accounts Previously Charged Off (c) Additions to Reserve for Bad Debts)	
10.	Repossession Expenses (a) Actual Expenses for Recovery and Pledged Property	Sale of Titled Personal or	
	(b) Storage		
11.	Depreciation Expense		
12.	Insurance, Surety and Fidelity Bonds		
	Legal Fees and Disbursements		
14.	Postage, Printing, Stationery & Supplie	98	
	Rent, Janitorial Services and Utilities		
	Salaries of Officers, Owners, Partners		
	Salaries of all other Employees		
	Taxes-Other Than on Income		
	License Fees		
	Telephone/Fax		
<u>.</u> I.	Travel Auto Expense & Allowance		

22.	Supervision & Administration (not allocated to other items)	· · · · · · · · · · · · · · · · · · ·
23.	Other Expenses	
24.	Interest Paid on Borrowed Funds	
25.	Total Expenses Before Income Taxes (Total Items 7 through 24)	
26.	Income before Income Taxes (Item 6 less Item 25)	
27.	Income Taxes	
	(a) State	
	(b) Federal	
28.	Total Expenses (Item 25 plus Item 27)	· · · · · · · · · · · · · · · · · · ·
29.	Net Income (Item 6 less Item 28)	
30.	Net Income as a Percent of Accounts Receivable (See Instructions)	

End of Schedule A

SCHEDULE B

BALANCE SHEET

JUNE 30, 2006

ASSETS

1.	Cash and Cash Equivalents		
2.	Accounts Recievable		
	(a) Title Pledge Business		
	(b) Other Business		
3.	Securities		
4.	Government Obligations		
5.	Life Insurance on Officers, Stockholders, Business Owners		
6.	Prepaid Expenses		
7.	TOTAL CURRENT ASSETS		
8	Furniture, Fixtures & Equipment		
	(a) Less accumulated depreciation		
9.	Buildings		
	(a) Less accumulated depreciation		
10.	Land		
11.	Leasehold Improvements		
	(a) Less accumulated depreciation		
12.	TOTAL FIXED ASSETS		
13.	Other Assets		
14.	TOTAL OTHER ASSETS	-	
15.	TOTAL ASSETS (Total Items 7, 12 and 1	4)	

(Schedule B continued on next page)

LIABILITIES

16.	Accounts Payable	
17.	Accrued Payroll Costs	
18.	Rent Payable	
19.	Taxes Payable	
20.	Mortgages, Bonds, Notes Payable (Short Term: Less than 12 months)	
	(a) Banks(b) Current Portion of Long Term Bonds	
21.	Other Current Liabilities	
22.	TOTAL CURRENT LIABILITIES	
23.	Mortgage, Bonds, Notes Payable (Long Term: More than 12 months)	
	(a) Banks	
	(b) Long Term Bonds and Notes Payable	
24.	Other Long-Term Liabilities	
25.	TOTAL LONG TERM LIABILITIES	
26.	TOTAL LIABILITIES (Items 22 and Item 25)	
	NET WORTH	
	Capital (if corporation, number shares issued and outstanding)	
	Paid-in Surplus	
29.	Total Contributed Capital	<u> </u>
	Retained Earnings: (a) Balance (July 1, 2005)	
	(b) Add Total Net Income	*
	(c) Deduct Distributions	
	(d) Balance (June 30, 2006)	
31.	TOTAL NET WORTH	
32.	TOTAL NET WORTH & LIABILITIES (Item 28 plus Item 31)	

End of Schedule B

SCHEDULE C

ANALYSIS OF REGULATED BUSINESS ACTIVITY FOR THE PERIOD FROM NOVEMBER 1, 2005 TO JUNE 30,2006

Regulated Title Pledge Business

		Number	Dollar Amount
1.	Title pledge agreements outstanding at November 1, 2005		\$
2.	Title pledge agreements made since November 1, 2005		\$
3.	Title pledge agreements purchased since November 1, 2005		\$
4.	Total (Items 1 through 3)		\$
5.	Title pledge agreement balances charged-off since November 1, 2005:		
	(a) Charge-offs		
	(b) Deduct: Collections on Accounts Previously Charged-off ()		\$
6.	Title Pledge agreement balances sold since November 1, 2005		\$
7.	TOTAL (Items 5 through 6)		\$
8.	Tittle Pledge Agreements outstanding as of June 30, 2006 (Item 4 less Item 7)		\$
9.	Number of vehicles repossessed/ Total repossession costs		\$
10.	Number of repossessed vehicle sales resulting in a surplus/ Amount of surplus returned to the pledgor		\$
11.	Distribution of Title Pledge Agreements		
	Agreement Amounts:	Numbe	r
	(a) \$250 or less		
	(d) \$251 to 500		·········
	(c) \$501 to 1000		
	(d) \$1001 to 1500		
	(e) \$1501 to 2000		
	(f) \$2001 to 2500		
	Total (must agree with Item 2, Column 1)		

	Number	Dollar Amount
12. Title pledge agreements outstanding at June 30, 2006		\$
13. Breakdown of title pledge agreements outstanding at June 3 Agreement Days Outstanding:	30, 2006	
(a) 30 days or less		\$
(b) 31 to 60 days	- ditori	\$
(c) 61 to 90 days		\$
(d) 91 to 120 days		\$
(e) 121 days or more		\$
TOTAL (must agree with Item 12, Column 1 & 2)		\$
End of Schedule C		

AFFIDAVIT

STATE OF	·	
COUNTY OF		
I,		, the undersigned being the
of	the	
licensee swear (or affirm), that to the best of r	ny knowledge and belie	f the statements contained in this report,
including the accompanying schedules and sta	atements (if any) are tru	e and that the same is a true and complete
statement in accordance with the law.		
Subscribed and success to be for		
Subscribed and sworn to before me this My commission expires	day of	A. D
wy commission expires		

INSTRUCTIONS

SCHEDULE A

Statement of Income and Expenses

The purpose of this schedule is to show all income derived or produced by the reporting entity during the period covered by the report.

- (1) Title Pledge Fees and Interest Fees Collected and/or Earned This account must report total title pledge fees and interest charged and/or earned pursuant to Tennessee Code Annotated § 45-15-111(a). If the reporting entity's books are kept on a cash basis, this item will show the actual charges collected. If on an accrual basis, this item will show the charges earned.
- (2) <u>Automobile Club Membership Fees Collected and/or Earned</u> This account must report total automobile club membership charged and/or earned pursuant to Tennessee Code Annotated § 45-15-115(11) as defined in §55-18-101. If the reporting entity's books are kept on a cash basis, this item will show the actual charges collected. If on an accrual basis, this item will show the charges earned.
- (3) Repossession Charges Collected and/or Earned This account must report total repossession charges collected and/or earned pursuant to Tennessee Code Annotated § 45-15-111(b). If the reporting entity's books are kept on a cash basis, this item will show the actual charges collected. If on an accrual basis, this item will show the charges earned.
- (4) Sub Total The sum of Items 1 through 3.
- (5) Other Business This account must report total income collected and/or earned from other lines of business. If the reporting entity's books are kept on a cash basis, this item will show the actual charges collected. If on an accrual basis, this item will show the charges earned.
- (6) Total Operating Income The sum of Items 4 and 5.
- (7) Advertising This account must show the amount incurred by the reporting entity during the year for promoting or retaining the business of the reporting entity. Show only the amount for purchases of advertising supplies or outside services.
- (8) Auditing This account must show the amount incurred by the reporting entity during the year for accounting and auditing services.
- (9) <u>Bad Debts</u> This account must show the reporting entity's bad debts actually written off or accrued during the year.
 - (a) <u>Charge-Offs</u> This line must show the bad debt expense for reporting entities using a direct charge-off method.
 - (b) <u>Deduct</u> Collections on Accounts Previously Charged-Off This account must report total fees collected this year which were previously written off as bad debt.
 - (c) <u>Additions to Reserve for Bad Debts</u> This account must show the addition to reserve for reporting entities using the reserve method.
- (10) Repossession Expenses This account must show the reporting entity's reposession expenses during the year.
 - (a) <u>Actual Expenses</u> The reasonable, actual and documented expenses of preparing for and disposing of the titled personal or plegded property.
 - (b) <u>Storage</u> This account must show the amount incurred by the reporting entity during the year for storage costs.

- (11) Depreciation Expense This account must show the amount of depreciation expense for fixed assets including furniture, fixtures and buildings.
- (12) <u>Insurance, Surety and Fidelity Bonds</u> This account must show the amount expended by the reporting entity during the year for all insurance and bonding requirements.
- (13) <u>Legal Fees and Disbursements</u> This account must show the amount expended by the reporting entity during the year for the legal fees and disbursements related to the activities of outside counsel. Do not include recording and notary fees.
- (14) Postage, Printing, Stationery and Supplies Self explanatory.
- (15) Rent, Janitorial Services and Utilities This account must show the total amount paid by the reporting entity during the year for the rental of buildings, office equipment, etc., janitorial services and utilities including heat, light, water, sewer, etc. Expenses for janitorial services must be included here if they are not performed by an employee.
- (16) <u>Salaries of Officers, Owners and Partners</u> This item must include all salaries, bonuses, wages and pensions paid during the year.
- (17) <u>Salaries of All Other Employees</u> This item must include all salaries, bonuses, wages, and pensions paid during the year.
- (18) <u>Taxes Other Than on Income</u> This item must include all property taxes, and any other taxes which are not shown separately.
- (19) <u>License Fees</u> This account must show the amount incurred by the licensee during the year for the license fees paid to city, county, state and federal governments.
- (20) Telephone/Fax Self-explanatory.
- (21) Travel, Auto Expense and Allowance This account must show the amount incurred by the licensee during the year for business travel and travel related activities. The amount must include, but is not limited to either direct payment or employee reimbursement of air, taxi, bus, train, auto rental and leasing fees; lodging and meals, travel insurance; use of employee vehicles and gasoline, registration and other fees, insurance and repairs associated with the vehicles owned by the reporting entity.
- (22) Supervision and Administration This account must show the total amount of the expenses of an affiliated company during the year directly assigned and/or allocated to the reporting entity when not allocated to other items.
- (23) Other Expenses This account must list all other expenses incurred by the reporting entity not otherwise shown.
- (24) Interest Paid on Borrowed Funds Represents total interest expense on all debt obligations during the year.
- (25) Total Expenses Before Income Taxes Sum of Items 7 through 24.
- (26) Income Before Income Taxes Items 6 less Item 25.
- (27) Income Taxes This item must show the amount of state and federal income taxes paid or accrued for the year.
- (28) Total Expenses Item 25 plus Item 27.
- (29) Net Income Item 6 less Item 28.

(30) Net Income as a Percent of Receivables - Item 29, Schedule A divided by item 2, Schedule B.

SCHEDULE B

Balance Sheet

- (1) Cash and Cash Equivalents This account must include all business cash on hand, cash deposits in bank, i.e., checking accounts, savings accounts, certificates of deposit and cash maintained at other institutions, i.e., credit unions, savings & loan,etc.
- (2) Accounts Receivable This account must reflect the balance due from customers.
 - (a) Balance due from title pledge customers.
 - (b) Balance due from customers of other lines of business.
- (3) Securities This account must report the amount of investments in securities, such as stocks, bonds and notes receivable.
- (4) Government Obligations This account must show the amount of investments in federal, state and municipal bonds and other government securities.
- (5) Life Insurance on Officers, Stockholders, Business Owners This account must report the cash surrender value of life insurance policies carried by the reporting entity.
- (6) Prepaid Expenses This account must show the payment of expenses in advance.
- (7) Total Current Assets The sum of Item 1 through Item 6.
- (8) Furniture, Fixtures & Equipment This account must report the cost of tangible assets, such as furniture, computers, office equipment, signs and other fixtures less accumulated depreciation used in the business by the reporting entity.
- (9) <u>Buildings</u> This account must show the cost of the building(s) less accumulated depreciation owned by the reporting entity.
- (10) Land This account must show the value of the land owned by the reporting entity.
- (11) Leasehold Improvement This account must show the cost of improvements to leased property, such as buildings, walkways, landscaping, etc., less accumulated depreciation.
- (12) Total Fixed Assets The sum of Item 8 through Items 11.
- (13) Other Assets This account must show the value of other assets owned by the reporting entity.
- (14) Total of Other Assets The total of other assets owned by the reporting entity.
- (15) Total Assets The sum of Items 7, 12 and 14.
- (16) Accounts Payable This account must report the balance due to creditors on current accounts.
- (17) Accrued Payroll Costs This account must report the amount of wages, salaries or other compensation due to employee(s) of the reporting entity.
- (18) Rent Payable This account must report the rent or lease payments due in the current fiscal year.
- (19) Taxes Payable This account must report the amount of all federal, state and city/county taxes due in the current fiscal year.
- (20) Mortgages, Bonds, Notes Payable This account must report the current maturities, payable in less than 12 months, on long-term liabilities.
- (21) Other Current Liabilities Self-explanatory.

- (22) Total Current Liabilities Sum of Items 16 through 21.
- (23) Mortgage, Bonds, Notes Payable This account must report the amount of long-term obligations, payable in 12 months or more.
- (24) Other Long-Term Liabilities This account must include other long-term liabilities, such as deferred taxes and other obligations that will not be paid out of current assets.
- (25) Total Long-Term Liabilities The sum of Items 23 and 24.
- (26) Total Liabilities The sum of Item 22 and 25.
- (27) <u>Capital</u> This account must report the amount of capital of the proprietorship, partnership, and corporation. If a corporation, this account must also report the total number of common and preferred shares issued and outstanding, as well as the total par value.
- (28) Paid-in Surplus If a corporation, this account must report the total amount received by the corporation in excess of the par value of the preferred and common stock outstanding.
- (29) Total Contributed Capital The sum of Items 27 and 28.
- (30) (a) Retained Earnings This account must show the reporting entity's accumulated earnings as of July 1, 2005.
 - (b) Net Income
 - (c) <u>Deduct Distributions</u> This account must report the amount of distributions to the proprietor, partners, LLC members, stockholders, etc.
 - (d) Balance The sum of items (a) and (b) less (c)
- (31) Total Net Worth Net worth represents the residual financial interests in a business. It is the difference between total assets and total liabilities. For a sole proprietorship, it is called proprietorship equity; for a partnership, partners' equity; and for a corporation, stockholders equity.
- (32) Total Liabilities and Net Worth The sum of Item 26 and 31.

SCHEDULE C

Analysis of Regulated Business Activity

- (1) <u>Title Pledge Agreements Outstanding</u> This item must report the total number of agreements on hand as of November 1, 2005, as well as the total dollar amount of the agreements.
- (2) <u>Title Pledge Agreements Made During the Year</u> This item must show the total number of agreements made since November 1, 2005, as well as the total dollar amount of all agreements originated by the reporting entity during the year.
- (3) <u>Title Pledge Agreements Purchased During the Year</u> This item must show the total number of agreements acquired from other entities since November 1, 2005, as well as the total dollar amount of the agreements.
- (4) Total Sum of Items 1 through 3.
- (5) <u>Title Pledge Agreement Balances Charged-off During the Year</u> This item must report the total number and the total dollar amount of the agreements written-off since November 1, 2005 The sum of Item 5(a) less Item 5(b).
 - (a) <u>Charge-Offs</u> This line must show the charge-off expense for reporting entities using a direct charge-off method.
 - (b) <u>Deduct</u> Collections on agreements previously charged-off. This account must report total fees collected since November 1, 2005, which were previously written off as a bad debt.

- (6) <u>Title Pledge Agreement Balances Sold During the Year</u> This item must show the number of agreements sold since November 1, 2005, as well as the total dollar amount of the agreements.
- (7) Total Sum of Items 5 and 6.
- (8) Title Pledge Agreement Outstanding as of June 30,2006 The sum of Item 4 less Item 7.
- (9) Number of Vehicles Repossessed/Total Repossession Costs This item must show the total number of vehicles repossessed for the period November 1, 2005 through June 30, 2006, as well as the total dollar amount of repossession costs collected pursuant to Tennessee Code Annotated § 45-15-111(b).
- (10) Number of Repossessed Vehicle Sales Resulting in a Surplus/Amount of Surplus

 Returned to Pledgor This item must show the total number of vehicles repossessed for the period November 1, 2005 through June 30, 2006, who's sale resulted in a surplus as well as the total dollar amount of surplus returned to the pledgor pursuant to Tennessee Code Annotated § 45-15-114(b)(2).
- (11) <u>Distribution of Title Pledge Agreements</u> Report the total number of agreements received during the year in each category.
- (12) <u>Title Pledge Agreements Outstanding at End of Year</u> Must agree with accounts receivable per Schedule B, Item 2.
- (13) Breakdown of Title Pledge Agreements Outstanding Report the total number of agreements, as well as the total dollar amount outstanding as of June 30, 2006 in each category.